					Member	Percent	2nd Quarter 2003
	3rd Quarter 2002	4th Quarter 2002	1st Quarter 2003	2nd Quarter 2003	Change	Change	Share of
	Members at	Members at	Members at	Members at	1st Qtr. 03 to	1st Qtr. 03 to	Massachusetts
	End of Quarter	End of Quarter	End of Quarter	End of Quarter	2nd Qtr. 03	2nd Qtr. 03	HMO Market
Aetna Health Inc.	33,887	28,175	22,267	19,285	(2,982)	-13.4%	0.8%
CIGNA HealthCare of Massachusetts, Inc.	59,928	58,877	54,482	49,872	(4,610)	-8.5%	2.2%
ConnectiCare of Massachusetts, Inc.	5,960	6,667	6,866	8,149	1,283	18.7%	0.4%
Coordinated Health Partners, Inc. 2	5,120	5,172	0	0	-	0.0%	0.0%
Fallon Community Health Plan, Inc.	182,275	181,364	177,374	177,563	189	0.1%	7.7%
Harvard Pilgrim Health Care, Inc. ³	501,768	503,649	501,075	518,348	17,273	3.4%	22.4%
Harvard Pilgrim Health Care of New England, Inc. ³	5,139	5,286	5,147	5,229	82	1.6%	0.2%
Health New England, Inc.	63,017	63,836	61,203	61,829	626	1.0%	2.7%
HMO Blue ⁴	813,346	799,896	761,881	766,750	4,869	0.6%	33.1%
Neighborhood Health Plan, Inc.	142,395	124,562	123,227	119,229	(3,998)	-3.2%	5.2%
One Health Plan of Massachusetts, Inc. ⁵	1,897	1,725	692	519	(173)	-25.0%	0.0%
Tufts Associated HMO, Inc. ⁶	634,124	639,124	590,417	558,223	(32,194)	-5.5%	24.1%
UnitedHealthcare of New England, Inc.	33,099	33,310	25,835	28,093	2,258	8.7%	1.2%
Totals	2,481,955	2,451,643	2,330,466	2,313,089	(17,377)	-0.7%	100.0%

¹ Information reported by HMOs as of the end of the second quarter of 2003, based upon the Massachusetts Division of Insurance's "Guidelines for Reporting Membership & Utilization Statistics - Version 1.1" that instructs HMOs to exclude members for whom the HMO did not bear any financial risk. Some reports filed by HMOs prior to the first quarter of 1997 included members for whom the HMO did not bear any financial risk, and those reports would, therefore, not be comparable to the information shown in this table.

² Doing business as Blue CHiP/Coordinated Health Partners, Inc. The company has nonrenewed all Massachusetts-based individual and group policies, but continues to have members residing in Massachusetts covered under Rhode Island based groups. The company has signed an agreement with the Division to provide certain Massachusetts mandated benefits to Massachusetts-residing members as a substitute to maintaining an HMO license. The report will cease to reflect company members beginning with the fourth quarter 2003 report.

³ Certain membership, formerly under the Pilgrim Health Care, Inc. license, was transferred under the Harvard Pilgrim Health Care, Inc. and Harvard Pilgrim Health Care of New England, Inc. licenses effective January 1, 2002. As of January 1, 2002, the report includes for the first time those Massachusetts residents who may be covered through New Hampshire groups under Harvard Pilgrim Health Care of New England, Inc. There were no members reported under the Harvard Pilgrim Health Care of New England, Inc. license, since prior to this date, all coverage was issued through New Hampshire groups.

⁴ A line of business of Blue Cross and Blue Shield of Massachusetts, Inc.

⁵ One Health Plan of Massachusetts, Inc. notified the Division on September 6, 2002 that it would discontinue marketing all group business on October 7, 2002 and begin non-renewing business as of May 1, 2003.

⁶ Doing business as Tufts Associated Health Plan and as Tufts Health Plan.